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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

LEHMAN BROTHERS HOLDINGS INC, et al.,

Debtors.

No. 08-13555 (JMP)

**PROOF OF SERVICE RE RESPONSE OF KLINE GALLAND TO NOTICE OF
PROPOSED ASSUMPTION
OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES PURSUANT TO
DEBTORS' THIRD AMENDED JOINT
CHAPTER 11 PLAN PURSUANT TO SECTION 1121 OF THE BANKRUPTCY CODE**

PAULA SUTTON declares as follows:

1. That on the 8th day of November, 2011, I caused the Response of Kline Galland to Notice of Proposed Assumption of Executory Contracts and Unexpired Leases Pursuant to Debtors' Third Amended Joint Chapter 11 Plan Pursuant to Section 1121 of the Bankruptcy Code (Dkt. #21795) ("Response") to be filed with the court via the court's ECF system, which system electronically delivered copies, among others, to: The attorney for Debtors: Jacqueline Marcus on behalf of Debtor BNC Mortgage LLC at the email addresses of:

jacqueline.marcus@weil.com; jae.kim@weil.com; aliza.reicher@weil.com;

jessica.liou@weil.com; stefanie.beyer@weil.com; the United States Trustee: Andrea B.

Schwartz on behalf of U.S. Trustee United States Trustee at the email address of andrea.b.schwartz@usdoj.gov; and the attorneys for The Official Unsecured Creditors' Committee: Eric D. Winston on behalf of Creditor Committee Official Committee of Unsecured Creditors at the email address of ericwinston@quinnmanuel.com.

2. That on the 9th day of November, 2011, I caused copies of the Response to be delivered via Federal Express Overnight Delivery (to be delivered the morning of November 10, 2011) to:

The Honorable James M. Peck
U.S. Bankruptcy Court SDNY, Crtrm 601
One Bowling Green
New York, NY 10004

Jacqueline Marcus
Weil Gotshal & Manges LLP
767 Fifth Ave.
New York, NY 10153

Office of the U.S. Trustee, Region 2
Attn: Tracy Hope Davis, E. Gasparini and A. Schwartz
33 Whitehall Street, Fl. 21
New York, NY 10004

Milbank, Tweed, Hadley & McCloy LLP
Attn: Dennis Dunne, Dennis O'Donnell and Evan Fleck
1 Chase Manhattan Plaza
New York, NY 10005

I declare under penalty of perjury under the laws of the state of Washington that the foregoing information is true and correct.

DATED 11-10-11

/s/ Paula Sutton

PAULA SUTTON
Legal Assistant to Christine M. Tobin-Presser, WSBA
#27628